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April 7, 2004

Thanne Cox
Elizabeth Adams
Linda Ketallapper
United States Environmental Protection Agency,
Region IX
75 Hawthorne Street
San Francisco, Ca. 94105

Re: Omega Chemical Superfund Site De Minimis Settlement Offer to Central Plants,
Inc.

Dear Mr. Cox, Ms. Adams and Ms. Ketallapper:

I, on behalf of Central Plants, Inc. ("CPI"), have received your correspondence offering a de minimis settlement for CPI's potential liability for waste it allegedly sent to the Omega Chemical Superfund Site ("Omega"). The manifests accompanying your correspondence indicate that the waste allegedly sent to Omega originated at CPI's former facility in Huntington Beach.

CPI has a number of facilities throughout southern California. Another of those facilities, the Disneyland Central Plant, also allegedly sent waste to Omega. Disneyland Central Plant is already a member of the Omega Chemical Site PRP Organized Group ("OPOG").

Since the Huntington Beach facility and the Disneyland Central Plant are all within the same corporate family, we believe it would be more appropriate for CPI to join OPOG and have its alleged waste volume combined with that of Disneyland Central Plant rather than to enter into a de minimis settlement for only a part of the corporation's potential liability.

Please advise us if you disagree with the foregoing resolution to this matter.

Very truly yours,

A handwritten signature in black ink, reading "Joyce A. Padleschat".

Joyce A. Padleschat

cc: Keith Millhouse (OPOG)